

EXHIBIT

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AGREEMENT

**Between
Automotive Component Carrier, Inc.**

and the

**International Union,
United Automobile, Aerospace and
Agricultural Implement Workers of America**

October 1, 2004

**PENSION PLAN, LIFE AND DISABILITY BENEFITS
PROGRAM, HEALTHCARE PROGRAM, SUPPLEMENTAL
UNEMPLOYMENT BENEFIT PLAN, GUARANTEED INCOME
STREAM BENEFIT PROGRAM, PROFIT SHARING PLAN,
AND PERSONAL SAVINGS PLAN.**

134. The parties have provided for a package of benefit programs for individuals hired prior and subsequent to May 1, 1996. These programs have been signed by the parties simultaneously with the execution of this Agreement. These agreements are attached as exhibits to the Agreement and made part of this Agreement as if set out in full herein, subject to all provisions of this Agreement. No matter respecting the provisions of any of these Agreements shall be subject to the grievance procedure established in this Agreement.

135. The parties recognize that many unforeseen concerns and problems may arise during the pendency of this Agreement. The parties also recognize that the potential exists for rapid growth which could lead to concerns which might affect the employer-employee relationship in the administration of the provisions of this Agreement. With these realizations in mind, the parties agree that it is imperative that they address such challenges as they arise in a team spirit of cooperation.

136. Partial Invalidity of Agreement – Should the parties hereafter agree that applicable law renders invalid or unenforceable any of the provisions of this Agreement, including all agreements, memoranda of understanding, or letters supplemental, amendatory, or related thereto, the parties may agree upon a replacement of the affected provision(s). Such replacement provision(s) shall become effective immediately upon agreement of the parties, without the need for further ratification by the Union membership, and shall remain in effect for the duration of this Agreement.

137. Separability – IN the event that any of the provisions of this Agreement or of any local agreement, including all agreements, memoranda of understanding, or letters supplemental, amendatory, or related thereto, shall be or become legally invalid or unenforceable, such invalidity or unenforceability shall not affect the remaining provisions thereof.

In witness whereof, the parties hereto have caused their names to be subscribed by their duly authorized officers and representatives the day and the year first above written.